

SEA-MW BY-LAWS

Article I - Name

This organization shall be known as the "Structural Engineers Association of Metropolitan Washington," or "SEA-MW."

Article II - Purpose

Section A. To provide a forum to improve the quality of structural engineering and related business practices, to promote engineering professionalism among its members, and to elevate the reputation and image of structural engineers. Such actions shall include but are not be limited to:

1. Providing a collegial forum for members to share information pertaining to structural engineering and business practices.
2. Providing participation in events where these purposes can be served.
3. Disseminating information consistent with these purposes.
4. Assisting any party, with a legitimate need as determined by the Board, consistent with these purposes.

Section B. To support beneficial legislation and oppose improper legislation affecting the practice of structural engineering.

Section C. To cooperate with other professional organizations in matters of mutual interest.

Section D. To provide a forum to discuss and act where appropriate relative to risk management, professional liability insurance and guidelines for the limitation of liability.

Section E. To provide an effective means of informing our clients regarding our responsibilities, risks and liabilities.

Section F. To interface and coordinate with agencies who develop and control policies that affect the practice of structural engineering.

Article III - Membership

Section A. Membership in the Association may be held by firms only, and shall consist of the following grades: Corporate Member or Affiliate Member. Members, both Corporate and Affiliate, shall be firms of good character and reputation.

Section B. Corporate Members are firms, or departments of firms, practicing in the field of structural engineering and who shall have at least one Professional Engineer licensed in Washington DC, the State of Maryland or the Commonwealth of Virginia.

Section C. Affiliate Members are firms that, in the opinion of the Executive Committee, qualify by reason of related activity to collaborate with Structural Engineers in the advancement of their professional knowledge, practice and welfare. Affiliate Members shall not have voting privileges and shall not serve on the Board of Directors

Section D. Each Corporate Member shall designate a Professional Engineer licensed in Washington DC, the State of Maryland or the Commonwealth of Virginia to be its authorized and voting representative. This person may delegate another Professional Engineer from that firm to act in his/her absence at general membership meetings.

Section E. General membership meetings are open to all Corporate and Affiliate Member employees and to other Non-Member personnel invited or permitted by the Executive Committee.

Section F. A firm's membership in the Association shall cease when it no longer engages in activities qualifying for membership.

Article IV - Meetings/Voting

Section A. General Membership

1. Each firm in good standing shall have one vote in all elections and on all matters brought before the general membership. The vote shall be balloted by the firm's designated principal or his/her aforementioned authorized delegate, or by a proxy, authorized in writing.
2. Meetings shall be held on a regular basis at a minimum of six (6) times per year. Special meetings may be called by the Executive Chairman, the Executive Committee, or one-third (1/3) of the member firms, provided at least ten (10) days' notice is given.
3. One fourth (1/4) of all firms in good standing shall constitute a quorum for conducting business. A lesser number may meet to informally discuss matters, but may take no official actions.
4. A majority of those voting on an issue shall decide the question except for amending these By-Laws as provided for in Article VI.
5. *Roberts Rules of Order* shall be used for the conduct of all business except where it is in conflict with the provisions of these By-Laws.
6. Membership shall commence upon payment of such dues and/or fees as prescribed by the organization and continue except if terminated through non-payment of dues after ninety (90) days or by a majority vote of member firms, or by failure to join ACEC in the allotted time.

7. The election schedule will coincide with the membership year beginning in the Spring of 1996. Each year an election nominating committee will be convened and chaired by the immediate Past Chairman in March. Nominations will be taken from the floor at the April meeting of members. Elections will be held in May. The "gavel will be passed" at the annual picnic in June.

8. There will be a leadership track structure. Each year along with the normal elections for officers, one of the Vice-Chairman will be elected the "Chairman-Elect" and barring any problems the "Chairman-Elect" will automatically become the Chairman the following year. The Chairman-Elect should be selected from the immediate Board of Directors or shall have served on the Board previously.

Section B. Executive Committee

1. The Executive Committee shall meet prior to the General Membership Meeting and at special sessions called by the Executive Chairman or any three Executive Committee members.

Article V - Government

Section A. Executive Committee

1. The Executive Committee of the organization may exercise all powers except those reserved to the officers and members.

2. The Executive Committee shall consist of at least seven (7) members. It shall include the Executive Chairman, Secretary, Treasurer, Past Executive Chairman (when one exists), and others designated as Executive Vice-Chairmen.

Section B. Offices and Duties of Officers

1. Executive Chairman: The Executive Chairman shall preside at all meetings of the Executive Committee and general membership; appoint chairmen and members of committees; serve as spokesman for the organization; propose an annual budget for adoption at the Spring meeting; and possess all powers normally exercised by an organization's chairman. The Executive Chairman's term shall be for one year.

2. Secretary: The Secretary shall be responsible for recording and distributing minutes or summaries of Executive Committee and general membership meetings; maintain a current membership list and official administrative records of the organization; and distribute meeting and other notices. The Secretary shall have a copy of *Roberts Rules of Order* available at all business meetings and, at the request of the Executive Chairman, shall assist in the conduction of meetings in accordance with that authority. The Secretary's term shall be for one year.

3. Treasurer: The Treasurer shall maintain receipts and disburse funds; bill the membership for dues and assessments; sign checks drawn upon these funds and disburse funds upon approval; and maintain financial records of the organization. The Treasurer may delegate routine responsibilities to the staff of the organization. The Treasurer's term shall be for one year.

4. Past Executive Chairman: The immediate Past Executive Chairman shall perform such duties as assigned by the current Executive Chairman.

5. Executive Vice-Chairman: The Executive Vice-Chairman shall have duties assigned by the Executive Chairman. A Vice-Chairman's term shall be for one year.

Section C. Election of Executive Committee and Officers

1. Officers and Executive Committee members shall be elected by secret ballot. Voting shall take place at the November meeting. A majority of votes cast is required for election. One designated representative from each firm is eligible to vote and/or hold office.

2. The term of office shall be as noted above. It begins on the date officers assume their posts at the first meeting of the new year. All officers shall be limited to two consecutive terms.

3. No later than the September meeting of each year, the Executive Chairman shall appoint a Nominating Committee. The committee shall submit a list of nominees for the various offices to the member firms no later than October 15. Recommendations may be submitted to the committee for consideration.

4. Additional nominations will be called for at the election meeting and may be made from the floor when seconded by two (2) authorized representatives.

5. Vacancies caused by resignation, death or incapacitation will be filled by a majority vote of those attending the next regular or special meeting.

Article VI - Amendments

Section A. These By-Laws may be amended by a majority of those present and voting so long as the total votes in favor are equal to or greater than one-third (1/3) of the total membership.

Section B. An amendment, when signed by representatives of any three member firms, may be proposed by mailing it to each member firm's representative no later than fifteen (15) days prior to the meeting at which it is to be considered.

Article VII - Dues/Assessments/Payments

Section A. Member firms shall pay annual dues in amounts agreed upon by the membership.

Section B. Additional assessments may be proposed, when signed by representatives of any three member firms, by mailing it to each member firm's representative no later than fifteen (15) days prior to the meeting at which it is to be considered. Such assessments shall be collected from member firms if adopted by a majority vote of the general membership of those present at the meeting when the proposed assessment is presented.

Section C. Funds will be deposited in an account(s) bearing the name SEA-MW. Any two signatories may sign checks. The Executive Chairman, Secretary, Treasurer and Past Executive Chairman shall be authorized to sign checks.

Section D. Bills shall be paid upon authorization of the Executive Chairman or persons designated by the Executive Committee.

Article VIII - Committee/Task Forces

Section A. Members of all Committees, whether standing or special, and members of all Task Forces shall be appointed by the Executive Chairman and serve at his/her discretion.

Section B. Committee and Task Force meetings are subject to the call of their respective Chairmen.

Section C. All Committees and Task Forces established shall last for a minimum of six months, whereafter the Executive Chairman may extend continuance of the group to a year.

Section D. Standing committees are:

1. By-Laws Committee
2. Membership Committee

End of SEA-MW By Laws